

EXHIBIT D

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

SAN JOSE DIVISION

IN RE: HIGH-TECH EMPLOYEE)
ANTITRUST LITIGATION)
) No. 11-CV-2509-LHK
THIS DOCUMENT RELATES TO:)
ALL ACTIONS.)
_____)

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VIDEO DEPOSITION OF TONY FADELL

MARCH 20, 2013

Reported by: Rosalie A. Kramm, CSR No. 5469, CRR

10:50:03 1 base salary for the people you supervised?

10:50:08 2 A. I was -- I would -- I would recommend -- well,

10:50:11 3 what would happen is typically, if it was a new employee

10:50:14 4 who was going to report to me, they -- I forgot exactly

10:50:19 5 who I think it was recruiting -- would come to me and

10:50:24 6 say, we believe the right range for this would be in

10:50:26 7 here. What would you like to do?

10:50:28 8 Q. Okay.

10:50:29 9 A. How -- how important is this person to -- to

10:50:32 10 getting? Would it be to -- you know, how important it is

10:50:35 11 to -- to hire this person over maybe somebody else, how

10:50:40 12 much are you willing to go within your budget to -- to

10:50:43 13 stretch to get this person if they were really great.

10:50:46 14 Q. And once that person came to work for you, were

10:50:50 15 they reviewed on an annual basis with respect to

10:50:52 16 compensation?

10:50:53 17 A. Well, they -- so, first, when they were hired,

10:50:57 18 it wasn't just a salary range. There were all kind --

10:51:01 19 like I said, those four other metrics.

10:51:02 20 Q. And I'm sorry. I was just talking about basis

10:51:04 21 and point of entry in the discussion.

10:51:06 22 A. Okay. Then on -- then there was a -- a -- a

10:51:10 23 natural review cycle. Sometimes people if they came too

10:51:13 24 soon to a review cycle, they would miss the review cycle.

10:51:17 25 But if they were there generally for about a year or six

10:51:20 1 months, depending on what the dynamics were at the time,
10:51:25 2 we would then go through a review cycle of the entire
10:51:28 3 team, and certain people based on merit and performance
10:51:31 4 were then -- were then given a -- we would change the
10:51:36 5 compensation full package based on that personal, you
10:51:40 6 know, productivity.

10:51:42 7 Q. So was one of the things that was looked at as
10:51:44 8 part of that cycle base salary?

10:51:52 9 A. It was base salary, it was bonus, and it was
10:51:57 10 equity compensation, all three of those things combined.
10:52:01 11 Benefits were something that were typically not -- you
10:52:05 12 know, that was a company-wide thing.

10:52:07 13 Q. And just in terms of your responsibility, did
10:52:10 14 you have input into each of those -- I guess there are
10:52:13 15 three elements of compensation with respect to your
10:52:16 16 reports; that is the base, the bonus, and the equity
10:52:21 17 comp. Did you have input as part of that process?

10:52:25 18 A. I had input to the individual, yes.

10:52:29 19 Q. Okay.

10:52:32 20 A. Not to the general overarching, you know, what
10:52:35 21 were the guidelines.

10:52:37 22 Q. Fair enough. And were the guidelines provided
10:52:39 23 to you by people within the HR function at Apple? Let me
10:52:46 24 ask a better question.

10:52:46 25 Who provided you the -- the general information

10:52:50 1 regarding the system? As part of your -- that process,
10:52:55 2 where did you get that information?

10:52:57 3 A. It was a tool called [REDACTED]. So there is an HR
10:53:01 4 and recruiting tool called [REDACTED], and it would say, this
10:53:04 5 is the employee, this is the level, here are the salary
10:53:06 6 ranges, and through that tool we were then -- we
10:53:09 7 understood what the boundaries were. And if we were to
10:53:11 8 go outside of that, then we would have to pull in a bunch
10:53:14 9 of people to then approve anything outside of that range.

10:53:18 10 Q. And in the case where there was some kind of
10:53:20 11 exception that you were advocating for, can you just tell
10:53:25 12 me generally organizationally who would have to be
10:53:27 13 involved in that discussion.

10:53:28 14 A. Well, it was different based on the different
10:53:31 15 time frames that I was employed. Right? So when I was
10:53:37 16 a -- when I started as a director, it was very different
10:53:40 17 who I would speak to than when I was the senior vice
10:53:45 18 president.

10:53:45 19 Q. So just generally could you tell me who you --
10:53:47 20 who would have to be involved organizationally when you
10:53:50 21 were a director in -- in approving exceptions that you
10:53:55 22 were advocating for people you supervised.

10:53:59 23 A. I don't recall specifically. I don't recall.
10:54:02 24 I just don't recall specifically.

10:54:04 25 Q. Were there people from the HR group that were

10:54:06 1 involved?

10:54:09 2 A. Each was a case-by-case basis.

10:54:11 3 Q. Was the CFO involved?

10:54:13 4 A. I don't remember ever getting the CFO involved

10:54:15 5 in any of my --

10:54:17 6 Q. Was Steve Jobs involved?

10:54:19 7 A. No, he was not.

10:54:20 8 Q. Okay. When -- so I think you said that there

10:54:23 9 was a point in time where things changed when you became

10:54:27 10 a director?

10:54:27 11 A. Well, I -- I started as a director.

10:54:29 12 Q. I'm sorry. And then in the next phase, were

10:54:35 13 there other people that -- or less people that were

10:54:39 14 involved in approving exceptions that you advocated for

10:54:44 15 with respect to the people you supervised?

10:54:46 16 A. There were all -- exceptions, there are always

10:54:49 17 other people involved. There was never, you know -- I

10:54:51 18 was never -- I could never just accrete something.

10:54:55 19 Q. You didn't have carte blanche?

10:54:57 20 A. I didn't have carte blanche, even as a senior

10:55:00 21 vice president.

10:55:00 22 Q. But when you were a senior vice president, when

10:55:02 23 you wanted to have exceptions approved, were there people

10:55:05 24 from the HR organization that were involved in that

10:55:07 25 discussion?

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2 Reporter licensed in the State of California, License No.
3 5469, hereby certify that the deponent was by me first
4 duly sworn and the foregoing testimony was reported by me
5 and was thereafter transcribed with computer-aided
6 transcription; that the foregoing is a full, complete,
7 and true record of said proceedings.

8 I further certify that I am not of counsel or
9 attorney for either of any of the parties in the
10 foregoing proceeding and caption named or in any way
11 interested in the outcome of the cause in said caption.

17 X Reading and Signing was requested.

18 Reading and Signing was waived.

19 Reading and signing was not requested

21 _____

22 ROSALIE A. KRAMM

23 CSR 5469, RPR, CRR